

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re:	)	Chapter 11 Case
	)	
W.R. GRACE & CO.,	)	Case No. 01-01139 (JJF)
	)	
Debtors.	)	Jointly Administered

**NOTICE OF APPEARANCE  
AND REQUEST FOR SPECIAL NOTICE**

**PLEASE TAKE NOTICE THAT** Caterpillar Financial Services Corporation (“Caterpillar”), a creditor and party in interest in the above-captioned case, hereby appears in the above-captioned case by its counsel, Morris, James, Hitchens & Williams LLP and such counsel hereby enters its appearance pursuant to § 1109(b) of the Bankruptcy Code and Bankruptcy Rule 9010(b), and such counsel hereby request, pursuant to Bankruptcy Rules 2002, 3017 and 9007 and §§ 342 and 1109(b) of the Bankruptcy Code, that copies of all notices and pleadings given or filed in this case be given and served upon them at the following address and telecopy and telephone numbers:

Brett D. Fallon, Esquire  
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**PLEASE TAKE FURTHER NOTICE THAT**, pursuant to § 1109(b) of the Bankruptcy Code, the foregoing demand includes not only the notices and papers referred to in the Rules specified above, but also includes, without limitation, any notice, application, complaint, demand,

motion, petition, pleading or request, whether formal or informal, written or oral, and whether transmitted or conveyed by mail, hand delivery, e-mail, telecopy or otherwise filed or served or made with regard to the referenced case and proceedings herein.

**PLEASE TAKE FURTHER NOTICE THAT,** neither this Notice of Appearance nor any former or later appearance, pleading, claim or suit shall waive (1)Caterpillar's right to have final orders in non-core matters entered only after *de novo* review by a District Court Judge, (2) Caterpillar's right to trial by jury in any proceeding so triable in this case or any case, controversy, or proceeding related to this case, (3) Caterpillar's right to have the District Court withdraw the reference in any matter subject to mandatory or discretionary withdrawal, or (4) any other rights, claims, actions, defenses, setoffs, or recoupments to which Caterpillar may be entitled under agreements, in law or in equity, all of which rights, claims, actions, defenses, setoffs, and recoupments Caterpillar expressly reserves.

MORRIS, JAMES, HITCHENS & WILLIAMS LLP

/s/ Brett D. Fallon

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Dated: October 8, 2001

